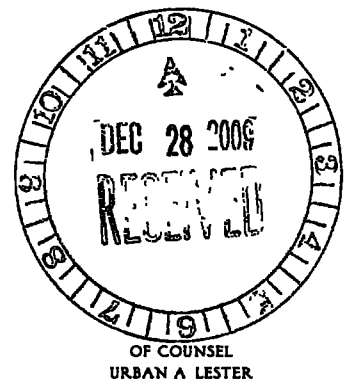


ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, NW
SUITE 301
WASHINGTON, DC
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)



December 23, 2009

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RECORDATION NO. 28148 FILED
DEC 23 '09 -10 30 AM
SURFACE TRANSPORTATION BOARD

Master Service Contract 8-6304, Rider 29

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor:	American Railcar Leasing LLC 620 North Second Street St. Charles, Missouri 63301
[Lessee:	Canexus Chemicals Canada LP 801 7 Ave. SW Calgary AB T2P 3P7 Canada]

Section Chief
December 23, 2009
Page 2

A description of the railroad equipment covered by the enclosed document is:

99 railcars: SHPX 432652 - SHPX 432751.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W Alvord

RWA/sem
Enclosures

MEMORANDUM OF LEASE

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC and Shippers Third LLC, all with respect to Canexus Chemicals Canada LP, an Alberta, Canada Limited Partnership, ("Lessee")

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract ~~E~~-6304, rider 29, dated as of 9/29/05 (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX.

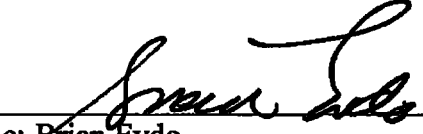
RECORDATION NO. 28148 FILED

DEC 23 '09 -10 30 AM

SURFACE TRANSPORTATION BOARD

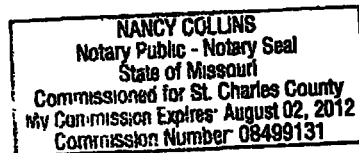
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.

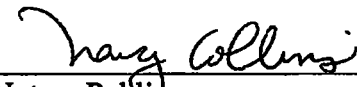
AMERICAN RAILCAR LEASING LLC

By: 
Name: Brian Evdo
Title: VP – Business Development

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 21st day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.




Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

Canexus Chemicals Canada LP

Contract 8-6304 rider 29

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	432652
	Hopper	SHPX	432653
	Hopper	SHPX	432654
	Hopper	SHPX	432655
	Hopper	SHPX	432656
	Hopper	SHPX	432657
	Hopper	SHPX	432658
	Hopper	SHPX	432659
	Hopper	SHPX	432660
	Hopper	SHPX	432661
	Hopper	SHPX	432662
	Hopper	SHPX	432663
	Hopper	SHPX	432664
	Hopper	SHPX	432665
	Hopper	SHPX	432666
	Hopper	SHPX	432667
	Hopper	SHPX	432668
	Hopper	SHPX	432669
	Hopper	SHPX	432670
	Hopper	SHPX	432671
	Hopper	SHPX	432672
	Hopper	SHPX	432673
	Hopper	SHPX	432674
	Hopper	SHPX	432675
	Hopper	SHPX	432676
	Hopper	SHPX	432677
	Hopper	SHPX	432678
	Hopper	SHPX	432679
	Hopper	SHPX	432680
	Hopper	SHPX	432681
	Hopper	SHPX	432682
	Hopper	SHPX	432683
	Hopper	SHPX	432684

Schedule A

Equipment

Canexus Chemicals Canada LP

Contract 8-6304 rider 29

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	432685
	Hopper	SHPX	432686
	Hopper	SHPX	432687
	Hopper	SHPX	432688
	Hopper	SHPX	432689
	Hopper	SHPX	432690
	Hopper	SHPX	432691
	Hopper	SHPX	432692
	Hopper	SHPX	432693
	Hopper	SHPX	432694
	Hopper	SHPX	432695
	Hopper	SHPX	432696
	Hopper	SHPX	432697
	Hopper	SHPX	432698
	Hopper	SHPX	432700
	Hopper	SHPX	432701
	Hopper	SHPX	432702
	Hopper	SHPX	432703
	Hopper	SHPX	432704
	Hopper	SHPX	432705
	Hopper	SHPX	432706
	Hopper	SHPX	432707
	Hopper	SHPX	432708
	Hopper	SHPX	432709
	Hopper	SHPX	432710
	Hopper	SHPX	432711
	Hopper	SHPX	432712
	Hopper	SHPX	432713
	Hopper	SHPX	432714
	Hopper	SHPX	432715
	Hopper	SHPX	432716
	Hopper	SHPX	432717
	Hopper	SHPX	432718

Schedule A

Equipment

Canexus Chemicals Canada LP

Contract 8-6304 rider 29

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	432719
	Hopper	SHPX	432720
	Hopper	SHPX	432721
	Hopper	SHPX	432722
	Hopper	SHPX	432723
	Hopper	SHPX	432724
	Hopper	SHPX	432725
	Hopper	SHPX	432726
	Hopper	SHPX	432727
	Hopper	SHPX	432728
	Hopper	SHPX	432729
	Hopper	SHPX	432730
	Hopper	SHPX	432731
	Hopper	SHPX	432732
	Hopper	SHPX	432733
	Hopper	SHPX	432734
	Hopper	SHPX	432735
	Hopper	SHPX	432736
	Hopper	SHPX	432737
	Hopper	SHPX	432738
	Hopper	SHPX	432739
	Hopper	SHPX	432740
	Hopper	SHPX	432741
	Hopper	SHPX	432742
	Hopper	SHPX	432743
	Hopper	SHPX	432744
	Hopper	SHPX	432745
	Hopper	SHPX	432746
	Hopper	SHPX	432747
	Hopper	SHPX	432748
	Hopper	SHPX	432749
	Hopper	SHPX	432750

Schedule A

Equipment

Canexus Chemicals Canada LP

Contract 8-6304 rider 29

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
99	Hopper	SHPX	432751

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated 12/23/09



Robert W Alvord